

Receipt Number: 11310

File Number **DL026522**



ARTICLES_OF_ORGANIZATION

For

U.S. HOTEL OSP VENTURES, LLC

Filed at the request of:

US HOTEL & RESORT MANAGEMENT INC
KARLA WICKRE
3211 WEST SENCORE DRIVE
SIOUX FALLS SD 57107

State of South Dakota
Office of the Secretary of State

Filed in the office of the Secretary of State on: **Wednesday, December 14, 2011**



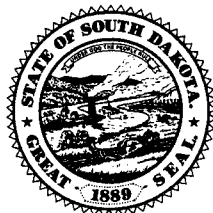
A handwritten signature in cursive script, appearing to read "Jason Sant".

Secretary of State

Fee Received: \$150.00

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State of South Dakota



OFFICE OF THE SECRETARY OF STATE

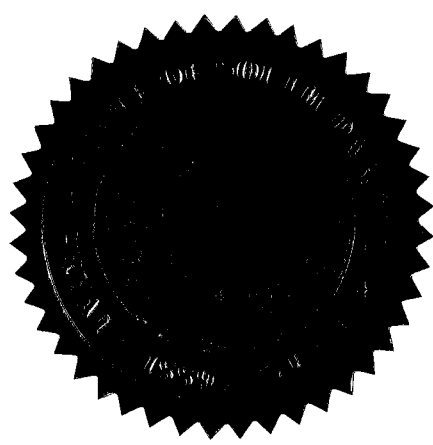
Certificate of Organization Limited Liability Company

ORGANIZATIONAL ID #: DL026522

I, Jason M. Gant, Secretary of State of the State of South Dakota, hereby certify that the Articles of Organization of **U.S. HOTEL OSP VENTURES, LLC** duly signed and verified, pursuant to the provisions of the South Dakota Limited Liability Company Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I hereby issue this Certificate of Organization and attach hereto a duplicate of the Articles of Organization.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused to be affixed the Great Seal of the State of South Dakota, in Pierre, the Capital City, this December 14, 2011.



Jason M. Gant
Secretary of State

Filed this 14th day of Dec, 2011
Jason Sant
 SECRETARY OF STATE

**ARTICLES OF ORGANIZATION
 OF
 U.S. HOTEL OSP VENTURES, LLC**

RECEIVED
DEC 14 2011
S.D. SEC. OF STATE

The undersigned organizer, in order to form a limited liability company under the South Dakota Limited Liability Company Act, adopts the following Articles of Organization:

ARTICLE I

The name of the limited liability company is U.S. Hotel OSP Ventures, LLC.

ARTICLE II

The address of the initial designated office of the company is 3211 West Sencore Drive, Sioux Falls, South Dakota 57107.

ARTICLE III

The street address of initial registered office of the company is 3211 West Sencore Drive, Sioux Falls, South Dakota 57107. The registered agent at such address is Robert J. Thimjon.

ARTICLE IV

The name and address of the organizer is Robert J. Thimjon, 3211 West Sencore Drive, Sioux Falls, South Dakota 57107.

ARTICLE V

The period of duration of the company is perpetual.

ARTICLE VI

The company will be manager managed. The name and address of the initial manager is U.S. Hotel and Resort Management, Inc., 3211 West Sencore Drive, Sioux Falls, South Dakota 57107.

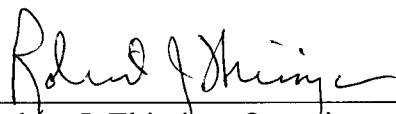
ARTICLE VII

The members will not be liable for the debts and obligations of the company under SDCL § 47-34A-303(c).

ARTICLE VIII

The company may have more than one class of members. The rights, powers and duties of each class of members will be set forth in the company's operating agreement, as may be amended from time to time.

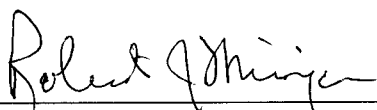
Dated this 13 day of December, 2011.


Robert J. Thimjon, Organizer

CONSENT TO APPOINTMENT BY THE REGISTERED AGENT

Robert J. Thimjon gives his consent to serve as the registered agent for U.S. Hotel OSP Ventures, LLC.

Dated this 13 day of December, 2011.


Robert J. Thimjon